

UNITED STATES BANKRUPTCY COURT Eastern District of Texas		PROOF OF CLAIM
Name of Debtor: Edward Mandel		Case Number: 10-40219
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): Steven Thrasher		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
Name and address where notices should be sent: Steven Thrasher c/o MaddenSewell, LLP Four Hickory Centre 1755 Wittington Place, Suite 300 Dallas, TX 75234-1929		Court Claim Number: (If known)
Telephone number:		Filed on:
Name and address where payment should be sent (if different from above):		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
Telephone number:		<input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
1. Amount of Claim as of Date Case Filed: \$ 56,000,000.00		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.
If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.		Specify the priority of the claim.
If all or part of your claim is entitled to priority, complete item 5.		<input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).
<input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		<input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).
2. Basis for Claim: See attached addendum (See instruction #2 on reverse side.)		<input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).
3. Last four digits of any number by which creditor identifies debtor:		<input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).
3a. Debtor may have scheduled account as: (See instruction #3a on reverse side.)		<input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.		<input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507 (a)().
Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other		
Describe:		
Value of Property: \$ Annual Interest Rate %		
Amount of arrearage and other charges as of time case filed included in secured claim,		
if any: \$ Basis for perfection:		
Amount of Secured Claim: \$ Amount Unsecured: \$		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		Amount entitled to priority:
7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)		\$
DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.		
If the documents are not available, please explain:		
Date:	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. /s/ Mitchell Madden, Counsel	FOR COURT USE ONLY

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 132 and 3571.

EXHIBIT "A"

**Addendum to
Steve Thrasher's Amended Proof of Claim**

1. Claimant: Steven Thrasher ("Thrasher") files this claim in accordance with Bankruptcy Rule 3003. Pursuant to the documents described below, Thrasher is a creditor of Edward Mandel (the "Debtor").
2. **Basis for Claim**. The Debtor is indebted to Thrasher as may be determined by a Court of competent jurisdiction, arising from the facts and circumstances described in Steven Thrasher's Sixth Amended Petition and Counterclaim filed on January 12, 2009 in Cause No. 06-03319, 14th Judicial District Court, Dallas County, Texas.
3. **Open Account**: This claim is not founded on an open account.
4. **Judgment**. No judgment has been rendered in this claim.
5. **Credits**. The amount of all payments prior to the petition date on this claim have been credited and deducted for the purpose of filing this Claim.
6. **Notices**. All notices to Thrasher with respect to this Claim are to be sent to:

Steven Thrasher
c/o Mitchell Madden
MaddenSewell, LLP
1755 Wittington Place, Suite 300
Dallas, Texas 75234
7. **Payments**. All payment and distributions to Thrasher with respect to this Claim are to be made directly to Thrasher as follows:

Steven Thrasher
c/o Mitchell Madden
MaddenSewell, LLP
1755 Wittington Place, Suite 300
Dallas, Texas 75234

8. **Amendments**. Thrasher reserves the right to amend and supplement this Proof of Claim, to specify (and quantify) costs, expenses and other charges or claims incurred by or owed to Thrasher, and to file proofs of claim for additional and/or revised claims held by Thrasher.
9. **Claims**.
 - A. **Prepetition Claims**: Thrasher's claims had not been liquidated as of the Petition Date and Thrasher has been damaged and seeks to recover damages in an amount not less than \$56,000,000.00.